

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re: Sizmek Inc., et al. <sup>1</sup>  
Debtors

Case No.: 19-10971 (SMB)  
Reporting Period: June 1, 2019 through June 30, 2019

Federal Tax I.D. # 37-1744624

**CORPORATE MONTHLY OPERATING REPORT**

File with the Court and submit a copy to the United States Trustee prior to the end of the month and  
submit a copy of the report to any official committee appointed in the case.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached
Schedule of Cash Receipts and Disbursements	MOR-1	Yes	
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a	Yes	
Copies of bank statements			Yes
Cash disbursements journals			
Statement of Operations	MOR-2	Yes	
Balance Sheet	MOR-3	Yes	
Status of Post-petition Taxes	MOR-4	Yes	
Copies of IRS Form 6123 or payment receipt			
Copies of tax returns filed during reporting period			
Taxes Reconciliation and Aging	MOR-4	Yes	
Summary of Unpaid Post-petition Debts (Accounts Payable)	MOR-4a	Yes	
Listing of Aged Accounts Payable			
Accounts Receivable Reconciliation and Aging	MOR-5	Yes	
Payments to Insiders and Professionals	MOR-6	Yes	
Post-petition Status of Secured Notes, Leases Payable	MOR-6a	Yes	
Debtor Questionnaire	MOR-7	Yes	

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents  
are true and correct to the best of my knowledge and belief.

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtors

\_\_\_\_\_  
Date

/s/ Barry Kasoff

6/30/2019

Signature of Authorized Individual\*

\_\_\_\_\_  
Date

Barry Kasoff

Printed Name of Authorized Individual

\_\_\_\_\_  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor  
is a partnership; a manager or member if debtor is a limited liability company.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include:  
Sizmek Inc. (4624); Point Roll, Inc. (3173); Sizmek DSP, Inc. (2319); Sizmek Technologies, Inc. (6402); Wireless Artist LLC (0302);  
WirelessDeveloper, Inc. (9686); X Plus One Solutions, Inc. (8106); and X Plus Two Solutions, LLC (4914). The location of the Debtors'  
service address for purposes of these chapter 11 cases is: 401 Park Avenue South, 5th Floor, New York, NY 10016. The direct and indirect  
international subsidiaries of Sizmek Inc. are not debtors in these chapter 11 cases.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re Sizmek Inc., et al.<sup>1</sup>

Case No.: 19-10971 (SMB)

Reporting Period: June 1, 2019 – June 30, 2019

**GENERAL NOTES:**

The Monthly Operating Report includes activity for the following Debtors:

<b>Debtor</b>	<b>Case Number</b>
Sizmek Inc.	19-10971
Point Roll, Inc	19-10972
Sizmek DSP, Inc.	19-10973
Sizmek Technologies, Inc.	19-10974
Wireless Artist LLC	19-10975
WirelessDeveloper, Inc.	19-10976
X Plus One Solutions, Inc.	19-10977
X Plus Two Solutions, Inc.	19-10978

**Debtor-in-Possession Financial Statements**

This Monthly Operating Report has been prepared solely for the purpose of complying with the monthly reporting requirements applicable in these chapter 11 cases and is in a format acceptable to the Office of the United States Trustee. The financial information contained herein is limited in scope and covers a limited time period. All information contained herein is unaudited and is subject to future adjustment. Certain assumptions have been made as noted herein. The unaudited consolidated financial statements presented herein have been derived from Debtors' books and records. The financial statements and supplemental information contained herein are unaudited, preliminary, and may not comply with generally accepted accounting principles ("GAAP") in all material respects. In addition, the financial statements and supplemental information contained herein is provided to fulfill the requirements of the Office of the United States Trustee and have been derived from the books and records of Debtors.

The results of operations contained herein are not necessarily indicative of results which may be expected from any other period or for the full year and may not necessarily reflect the consolidated results of operations, financial position, and cash flow of Debtors in the future.

The financial statements contained herein are unaudited and have been prepared on a going concern basis, which contemplates continuity of operations, realization of assets and liquidation of liabilities in the ordinary course of business. The ability of the Company to continue as a going concern is contingent upon, among other things: (a) the ability of the Company to maintain

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compliance with all terms of its debt structure; (b) the ability of the Company to generate cash from operations and to maintain adequate cash on hand; and (c) the resolution of the uncertainty as to the amount of claims that will be allowed. There can be no assurance that the Company will be able to successfully achieve these objectives in order to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result should the Company be unable to continue as a going concern.

The Company cautions investors and potential investors not to place undue reliance upon the information contained in the Monthly Operating Report, as it was not prepared for the purpose of providing the basis for an investment decision relating to the Company. The Monthly Operating Report was not audited or reviewed by independent accountants, is as prescribed by applicable bankruptcy laws, and is subject to future adjustment and reconciliation. The Monthly Operating Report does not contain all disclosures that would be required for presentation with GAAP. There can be no assurance that, from the perspective of an investor or potential investor, the Monthly Operating Report is complete. Results set forth in the Monthly Operating Report should not be viewed as indicative of future results.

The results of operations contained herein are not necessarily indicative of results which may be expected for any other period or for the full year and may not necessarily reflect the consolidated results of operations and financial position of Debtors in the future.

### **Liabilities Subject to Compromise**

As a result of the chapter 11 filings, the payment of pre-petition indebtedness is subject to compromise or other treatment under a plan of reorganization. The determination of how liabilities will ultimately be settled or treated cannot be made until the Bankruptcy Court approves a chapter 11 plan. Accordingly, the ultimate amount of such liabilities is not determinable at this time. Pre-petition liabilities that are subject to compromise under Financial Accounting Standards Board Accounting Standards Codification 852, Reorganizations (“ASC 852”) are preliminary and may be subject to future adjustments depending on Court actions, further developments with respect to disputed claims, determinations of the secured status of certain claims, the values of any collateral securing such claims, rejection of executory contracts, continued reconciliation or other events.

### **Reorganization Items**

ASC 852 requires expenses and income directly associated with the chapter 11 filings to be reported separately in the income statement as reorganization items. Reorganization items include expenses related to legal advisory and representation services, other professional consulting and advisory services, debtor-in-possession financing fees and changes in liabilities subject to compromise recognized as there are changes in amounts expected to be allowed as claims.

Nothing contained in this Monthly Operating Report shall constitute a waiver of any of Debtors’ rights or an admission with respect to their chapter 11 proceedings, including, but not limited to, matters involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or re-characterization of contracts, assumption or rejection of contracts under the provisions of chapter 3 of Title 11 of the United States Code (the “Bankruptcy Code”) and/or causes of action under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable laws to recover assets or avoid transfers.

Sizmek Inc., *et al.*  
Debtors-in-Possession  
MOR - 1  
Consolidating Schedule of Receipts and Disbursements for Month [1]  
for June 1, 2019 to June 30, 2019

<i>In U.S. Dollars</i>	Sizmek Inc.	Point Roll, Inc.	Sizmek DSP, Inc.	Sizmek Technologies, Inc.	Wireless Artist LLC	Wirelessdeveloper, Inc.	X Plus One Solutions, Inc.	X Plus Two Solutions, LLC	Consolidated Filing Debtor Entities	Cumulative Filing to Date (3/29/19 - 5/31/19)
Beginning Cash Balance (Bank)			\$ 397,719.10	\$ 1,055,778.38					\$ 1,453,497	\$ 2,290,753
Cash Receipts [2]										
Receipts			2,370,116	14,810,410					17,180,527	57,688,257
Total Cash Receipts			\$ 2,370,116	\$ 14,810,410					\$ 17,180,527	\$ 57,688,257
Operating Disbursements [3]										
Data & Media			\$ -	\$ -					\$ -	(523,643)
Data Center			\$ -	\$ (118,762)					(118,762)	(1,432,942)
Contractors & Outsourced Professionals			\$ -	\$ (104,542)					(104,542)	(347,926)
Utilities & Maintenance			\$ -	\$ (6,979)					(6,979)	(14,488)
Communications			\$ -	\$ (91,870)					(91,870)	(120,520)
Payroll & Benefits			\$ -	\$ (984,936)					(984,936)	(17,893,759)
Rent			\$ -	\$ (223,466)					(223,466)	(1,757,923)
Other			\$ (5,220)	\$ (1,035,706)					(1,040,927)	(1,519,617)
Capital Leases			\$ -	\$ (262,920)					(262,920)	(591,425)
CapEx			\$ -	\$ -					-	-
Total Operating Disbursements			\$ (5,220)	\$ (2,829,181)					\$ (2,834,402)	\$ (24,202,243)
Non-Operating Disbursements										
Professional Fees & Expenses			\$ -	\$ (3,188,244)					\$ (3,188,244)	(8,738,430)
US Trustee Fees			\$ -	\$ -					-	(2,275)
Total Non-Operating Disbursements			\$ -	\$ (3,188,244)					\$ (3,188,244)	\$ (8,740,705)
Total Disbursements			\$ (5,220)	\$ (6,017,425)					\$ (6,022,645)	\$ (32,942,948)
Cerberus Cash Activity [4]										
Cerberus Cash Sweeps			(2,617,634)	(14,017,539)					(16,635,173)	(58,233,351)
Cerberus Funding			-	5,967,013					5,967,013	33,155,250
Total Cerberus Cash Activity			\$ (2,617,634)	\$ (8,050,526)					\$ (10,668,160)	\$ (25,078,102)
Ending Cash Balance (Bank)			\$ 144,981	\$ 1,798,238					\$ 1,943,219	\$ 1,957,960
Reconciling Adjustments (Bank to Book Cash)										
Outstanding Checks			\$ -	\$ (12,527)					\$ (12,527)	(25,055)
Petty Cash			-	786					786	1,571
FX / Other			2,111	18,052					20,163	17,164
Ending Cash Balance (Book)			\$ 147,093	\$ 1,804,548					\$ 1,951,641	\$ 1,951,641

[1] Pursuant to the Debtors’ global cash management system, payments made to, or received from various parties are often made from, or received by a single Debtor on behalf of one or more Debtor entities. As reflected above, all disbursements are made by Sizmek Technologies, Inc.

[2] Of Sizmek Technologies, Inc.’s total receipts of \$14,810,410 during the period, \$777,075 were received from American International Group, Inc. on account of a settlement of a workplace discrimination claim against Sizmek. Pursuant to the Order Granting Debtors’ Motion for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d) to Resolve State Court Litigation and Make Settlement Payment Solely from Insurance Proceeds (Docket No. 169), these funds were received by Sizmek and will be used to pay the settlement.

[3] In addition to the disbursements made from the Debtors' accounts for professional fees and expenses, pursuant to the Order Authorizing and Approving Private Sale of Debtor Seller’s Portion of the AdServer Business Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and Granting Related Relief (Docket No. 269) (the “AdServer Sale Order”), FTI Capital Advisors, LLC received \$1,240,732.69 as a success fee related to the AdServer sale directly from the proceeds of the transaction.

[4] In accordance with the applicable Cash Collateral Order (Docket Nos. 37, 104, 172, 239, 270, 329 and any successor order thereto), the Debtors deposit all collections, receipts, and other cash collateral in deposit accounts that are subject to deposit account control agreements in favor of Cerberus. All cash collateral deposited in such accounts shall remain subject to a daily “sweep” by Cerberus, however notwithstanding any such “sweep,” the cash collateral shall be turned over and made available for use by the Debtors in accordance with the terms and conditions of the applicable Cash Collateral Order and the related budget. However, in June, pursuant to the AdServer Sale Order, Cerberus was entitled to a total of \$21 million out of the proceeds of the AdServer sale. Of this amount, \$10.5 million was deposited into Debtors’ accounts, and “swept” by Cerberus. Unlike the other cash swept by Cerberus, this \$10.5 million was used to pay-down Cerberus’ secured debt, in accordance with the AdServer Sale Order.

Sizmek Inc., et al.

Debtors-in-Possession

MOR - 1a

Schedule of Bank Account Balances

as of June 30, 2019

Case #	Debtor Entity	Bank Name	Account Type / Purpose	Account Currency	Bank Account Ending in:	Bank Balance (USD) <sup>[1]</sup>
19-10974 (SMB)	Sizmek Technologies, Inc.	JP Morgan Chase Bank, N.A.	Depository and Collection Account	USD	1955	12,692
19-10974 (SMB)	Sizmek Technologies, Inc.	JPMorgan Chase Bank, N.A. - Toronto Branch	Collection and Disbursement Account	CAD	0146	227,566
19-10974 (SMB)	Sizmek Technologies, Inc.	JP Morgan Chase Bank, N.A.	Disbursement Account	USD	7698	-
19-10973 (SMB)	Sizmek DSP, Inc.	HSBC UK Bank PLC	Collection and Foreign Currency Disbursement Account	GBP	7617	50,746
19-10973 (SMB)	Sizmek DSP, Inc.	HSBC UK Bank PLC	Collection and Foreign Currency Disbursement Account	EUR	1932	90,963
19-10973 (SMB)	Sizmek DSP, Inc.	COMERICA BANK	ZBA Account	USD	7745	-
19-10973 (SMB)	Sizmek DSP, Inc.	JP Morgan Chase Bank, N.A.	Depository and Disbursement Account	USD	8991	-
19-10973 (SMB)	Sizmek DSP, Inc.	JP Morgan Chase Bank, N.A.	Collection Account	USD	3600	2,029
19-10973 (SMB)	Sizmek DSP, Inc.	COMERICA BANK	Depository Account	USD	6012	-
19-10973 (SMB)	Sizmek DSP, Inc.	COMERICA BANK	Disbursement Account	USD	4643	-
19-10973 (SMB)	Sizmek DSP, Inc.	HSBC Bank USA NA	Checking Account	USD	0884	Closed on May
19-10973 (SMB)	Sizmek DSP, Inc.	HSBC UK Bank PLC	Collection Account	USD	1315	3,355
19-10974 (SMB)	Sizmek Technologies, Inc.	Signature Bank, N.A.	Depository and Disbursement Account	USD	9455	1,576,029
19-10974 (SMB)	Sizmek Technologies, Inc.	N/A	Uncleared Checks	USD	N/A	(12,527)
19-10974 (SMB)	Sizmek Technologies, Inc.	N/A	Petty Cash	USD	N/A	181
19-10974 (SMB)	Sizmek Technologies, Inc.	N/A	Petty Cash	AUD	N/A	604
19-10974 (SMB)	Sizmek Technologies, Inc.	N/A	FX / Other	USD	N/A	3
			<b>Subtotal Excluding Security Deposits (Cash and Cash Equivalents)</b>			<b>1,951,641</b>
19-10974 (SMB)	Sizmek Technologies, Inc.	JP Morgan Chase Bank, N.A.	Security Deposit [2]	USD	0126	45,017
19-10973 (SMB)	Sizmek DSP, Inc.	Silicon Valley Bank	Security Deposit [2]	USD	2820	88,963
			<b>Subtotal Including Security Deposits (All Debtor Bank Account Balances)</b>			<b>2,085,621</b>

The above captioned debtors (the "Debtors") hereby submit this attestation regarding bank account reconciliations in lieu of providing copies of bank statements.

"I attest that each of the Debtors' bank accounts is reconciled to monthly bank statements."

/s/ Barry Kasoff  
Barry Kasoff  
Chief Financial Officer

[1] Balances based on exchange rates as of 6/30/2019 per <http://www.oanda.com>.

[2] The balances maintained within these accounts reflect security deposits the Debtors were required to post during the prepetition period. Due the nature of the deposits, the balances are recorded as Other Long Term assets on the balance sheet.

Sizmek Inc., *et al.*  
Debtors-in-Possession  
MOR - 2  
Consolidating Statement of Operations  
for June 1, 2019 to June 30, 2019

<i>In U.S. Dollars</i>	Sizmek Inc.	Point Roll, Inc.	Sizmek DSP, Inc.	Sizmek Technologies, Inc.	Wireless Artist LLC	Wirelessdeveloper, Inc.	X Plus One Solutions, Inc.	X Plus Two Solutions, LLC	Consolidated Filing Debtor Entities	Cumulative Filing to Date (3/29/19 - 5/31/19)
Total Revenues			\$ -	\$ 3,454,267					\$ 3,454,267	\$ 15,235,101
Cost of Goods Sold			82,610	(1,487,201)					(1,404,591)	\$ (7,340,341)
Gross Profit			82,610	1,967,066					2,049,676	\$ 7,894,760
Research and Development			95,612	(52,168)					43,444	\$ (1,541,108)
Depreciation and Amortization			-	(111,418)					(111,418)	\$ (1,632,953)
Selling and Marketing			(17,384)	(328,817)					(346,201)	\$ (4,131,432)
General and Administrative			29,523	(4,726,086)					(4,696,562)	\$ (7,821,088)
Other			(802,540)	(6,490,000)					(7,292,540)	\$ (7,292,540.00)
Total Operating Expenses			(694,788)	(11,708,488)					(12,403,277)	\$ (22,419,121)
Operating Profit			(612,178)	(9,741,423)					(10,353,600)	\$ (14,524,360)
Financial Expenses			(75,412)	(1,147,985)					(1,223,397)	\$ (4,442,094)
Other Income			388,153	1,826,026					2,214,180	\$ (49,615,765)
Income Before Taxes			(299,436)	(9,063,381)					(9,362,818)	\$ (72,258,359)
Tax Income / (Expense)			(3,513)	(57,098)					(60,611)	\$ (63,517)
Total Tax Income / (Expense)			(3,513)	(57,098)					(60,611)	\$ (63,517)
Net Income / (Loss)			\$ (302,949)	\$ (9,120,479)					\$ (9,423,428)	\$ (72,321,876)

Sizmek Inc., *et al.*  
Debtors-in-Possession  
MOR - 3  
Consolidating Balance Sheet  
as of June 30, 2019

<i>In U.S. Dollars</i>	Sizmek Inc.	Point Roll, Inc.	Sizmek DSP, Inc.	Sizmek Technologies, Inc.	Wireless Artist LLC	WirelessDeveloper, Inc.	X Plus One Solutions, Inc.	X Plus Two Solutions, LLC	Consolidated Filing Debtor Entities	Prepetition Balance (As of 3/28/19)
<b>Current Assets</b>										
Cash and Cash Equivalents			\$ 147,094	\$ 1,804,546					\$ 1,951,641	\$ 2,279,013
Restricted Cash			-	-					-	-
Trade Receivables			0	10,893,181					10,893,181	53,940,368
Current Related Parties and Shareholders			23,990,336	5,744,240					29,734,576	36,357,039
Prepaid and Other Current Assets			1,235,293	8,040,317					9,275,610	3,784,319
Non-Distributable Cash Sweeps									-	-
<b>Total Current Assets</b>	-	-	<b>25,372,723</b>	<b>26,482,284</b>	-	-	-	-	<b>51,855,007</b>	<b>96,360,740</b>
										-
<b>Long Term Assets</b>										-
Long Term Related Parties and Shareholders			-	133,088					133,088	133,095
Other Long Term Assets			181,560,535	166,513,629					348,074,165	348,146,914
<b>Total Long Term Assets</b>	-	-	<b>181,560,535</b>	<b>166,646,717</b>	-	-	-	-	<b>348,207,252</b>	<b>348,280,008</b>
										-
<b>Property and Equipment</b>										-
Total Fixed Assets			931,704	4,101,338					5,033,043	36,638,504
Accumulated Depreciation			(800,064)	(3,536,289)					(4,336,354)	(22,610,348)
<b>Total Fixed Assets</b>	-	-	<b>131,640</b>	<b>565,049</b>	-	-	-	-	<b>696,689</b>	<b>14,028,156</b>
										-
<b>Total Intangible Assets</b>										-
Intangible Assets			-	88,712					88,712	41,728,387
Intangible Assets Impairment			-	-					-	(28,440,384)
Accumulated Amortization			-	(88,745)					(88,745)	(9,189,838)
Goodwill			-	-					-	51,447,756
<b>Total Intangible Assets</b>	-	-	-	<b>(33)</b>	-	-	-	-	<b>(33)</b>	<b>55,545,921</b>
										-
<b>Total Assets</b>	\$ -	\$ -	\$ 207,064,898	\$ 193,694,017	\$ -	\$ -	\$ -	\$ -	\$ 400,758,916	\$ 514,214,824
										-
<b>Current Liabilities</b>										-
Trade Payables			\$ (50,488,513)	\$ (41,134,513)					\$ (91,623,025)	\$ (44,766,119)
Employees and Payroll Accruals			(113,370)	(362,962)					(476,332)	(6,579,264)
Accrued Expenses and Other Liabilities			(11,114,077)	(105,839,362)					(116,953,438)	(196,317,704)
<b>Total Current Liabilities</b>	-	-	<b>(61,715,959)</b>	<b>(147,336,836)</b>	-	-	-	-	<b>(209,052,795)</b>	<b>(247,663,087)</b>
										-
<b>Long Term Liabilities</b>										-
Other Non Current Liabilities			(1,980,152)	1,793,731					(186,421)	(2,710,162)
<b>Total Long Term Liabilities</b>	-	-	<b>(1,980,152)</b>	<b>1,793,731</b>	-	-	-	-	<b>(186,421)</b>	<b>(2,710,162)</b>
										-
<b>Total Liabilities</b>	-	-	<b>(63,696,111)</b>	<b>(145,543,105)</b>	-	-	-	-	<b>(209,239,217)</b>	<b>(250,373,249)</b>
										-
<b>Shareholders' Equity</b>										-
Accumulated Profit			62,623,354	20,882,508					83,505,862	11,183,986
Common Stock			-	(1)					(1)	(1)
Additional Paid-In Capital			(338,195,726)	(639,998,378)					(978,194,103)	(978,194,103)
Accumulated Other Comprehensive Income			(548)	270,543					269,994	269,994
Preferred Stock			-	0					0	0
Retained Earnings			132,204,133	570,694,416					702,898,549	702,898,549
<b>Total Shareholders' Equity</b>	-	-	<b>(143,368,787)</b>	<b>(48,150,912)</b>	-	-	-	-	<b>(191,519,699)</b>	<b>(263,841,575)</b>
										-
<b>Total Liabilities and Shareholders' Equity</b>	\$ -	\$ -	\$ (207,064,898)	\$ (193,694,017)	\$ -	\$ -	\$ -	\$ -	\$ (400,758,916)	\$ (514,214,824)

Sizmek Inc., et al.

Debtors-in-Possession

MOR - 4

Consolidated Status of Post-petition Taxes

for June 1, 2019 to June 30, 2019

Taxes Reconciliation & Aging	Number of Days Outstanding						
	Current	1-30	31-60	61-90	91-120	Over 120	Total
<i>In U.S. Dollars</i>							
Federal	\$ -		\$ 60,000	\$ -	\$ -	\$ -	\$ 60,000
State and Local	-	-		6,685	-	-	6,685
<b>Total Taxes Payable</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 60,000</b>	<b>\$ 6,685</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 66,685</b>

<i>In U.S. Dollars</i>	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability [1]
<b>Federal [2]</b>						
Withholding	\$ -	\$ 109,509	\$ (109,509)	Various	Various	\$ -
FICA - Employee	-	\$ 49,240	(49,240)	Various	Various	-
FICA - Employer	-	\$ 49,046	(49,046)	Various	Various	-
Unemployment	-	\$ -	-	Various	Various	-
Income	60,000	-	-	N/A	N/A	60,000
<b>Total Federal Taxes</b>	<b>\$ 60,000</b>	<b>\$ 207,795</b>	<b>\$ (207,795)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 60,000</b>
<b>State and Local [2]</b>						
Withholding	\$ -	\$ 39,048	\$ (39,048)	Various	Various	\$ -
Sales & Use Tax	-	-	-	N/A	N/A	-
Excise	384	-	-	N/A	N/A	384
Unemployment	-	-	-	Various	Various	-
Personal Property	-	-	-	N/A	N/A	-
Real Property	-	-	-	N/A	N/A	-
Income	6,300	-	-	N/A	N/A	6,300
<b>Total State and Local</b>	<b>6,684</b>	<b>39,048</b>	<b>(39,048)</b>	<b>-</b>	<b>-</b>	<b>6,684</b>
<b>Total Taxes</b>	<b>\$ 66,684</b>	<b>\$ 246,844</b>	<b>\$ (246,844)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 66,684</b>

[1] These amounts represent withholdings to be paid to the applicable taxing authorities in the ordinary course of business.

[2] The Debtors pay certain of the federal and state and local taxes as they come due and do not accrue any amounts with respect to those taxes.



Sizmek Inc., et al.

Debtors-in-Possession

MOR - 4a

Consolidated Summary of Unpaid Post-petition Debts (Accounts Payable)

as of June 30, 2019

Accounts Payable Aging	Number of Days Outstanding					
	Current	0-30	30-60	60-90	90-120	120+
<i>In U.S. Dollars</i>	Current	1-30	31-60 [1]	61-90 [2]	Over 90	Total
Accounts Payable, Trade (Post-Petition)	\$ 1,275,610	\$ 43,375,528	\$ 5,260,985	\$ (14,806,505)	\$ 1,069,915	\$ 36,175,534
Accounts Payable, Trade (Prepetition)	\$ (42,785)	\$ (11,568,244)	\$ 5,477,686	\$ 22,228,598	\$ 32,251,322	\$ 48,346,577
AP Reclassification Adjustment						7,100,915
<b>Total Accounts Payable</b>	<b>\$ 1,232,824</b>	<b>\$ 31,807,284</b>	<b>\$ 10,738,672</b>	<b>\$ 7,422,093</b>	<b>\$ 33,321,238</b>	<b>\$ 91,623,025</b>

[1] The majority of this balance comprises fees related to annual licenses, meaning a substantial portion of the amounts outstanding relate to amounts for future months, which Debtors are unlikely to need. Debtors have been and remain in negotiations with their counterparties and the purchasers of their various business segments to determine how to address these balances. In the event Debtors determine these amounts must be paid by Debtors, Debtors have the funds to pay them and will pay them.

[2] The majority of this balance comprises licenses which relate to the AdServer business and are being assumed and assigned to the purchaser of the AdServer business. The past due amounts will be paid in the near term as cure payments.

Sizmek Inc., et al.

Debtors-in-Possession

MOR - 5

Consolidated Summary of Accounts Receivable

as of June 30, 2019

<b>Accounts Receivable Reconciliation</b>	
<i>In U.S. Dollars</i>	<b>Total</b>
Total A/R at Beginning of Reporting Period	\$ 12,111,035
Plus: Amounts Billed During the Period	5,131,746
Less: Amounts Collected During the Period	(8,978,829)
Other Activity, Net [1]	2,629,229
<b>Total A/R at End of Reporting Period</b>	<b>\$ 10,893,181</b>

[1] Other activity primarily reflects various adjustments to accounts receivable for items included, but not limited to: Accrued Reserve, Deferred Revenue, and AR in-transit (Zeta acquisition) and other amounts.

<b>Accounts Receivable Aging</b>	<b>Number of Days Outstanding</b>						
<i>In U.S. Dollars</i>	<b>Current</b>	<b>1-30</b>	<b>31-60</b>	<b>61-90</b>	<b>91-120</b>	<b>Over 120</b>	<b>Total</b>
Accounts Receivable	\$ 7,102,755	\$ 4,295,993	\$ 6,778,742	\$ 7,774,110	\$ 1,855,683	\$ 2,557,714	\$ 30,364,997
Other Activity [1]							(19,471,816)
<b>Total Accounts Receivable</b>	<b>\$ 7,102,755</b>	<b>\$ 4,295,993</b>	<b>\$ 6,778,742</b>	<b>\$ 7,774,110</b>	<b>\$ 1,855,683</b>	<b>\$ 2,557,714</b>	<b>\$ 10,893,181</b>

[1] Other activity primarily reflects various adjustments to accounts receivable for items included, but not limited to: Accrued Reserve, Deferred Revenue, and AR in-transit (Zeta acquisition) and other amounts.

Sizmek Inc., et al.

Debtors-in-Possession

MOR - 6

Consolidated Status of Payments to Insiders and Professionals  
for June 1, 2019 to June 30, 2019

Payments Made to Insiders			
Name	Type of Payment	Amount Paid [1]	Total Paid to Date
Cerberus [1]	Cash Sweeps	\$ 16,636,754	\$ 58,238,584
All Other Insiders [2] [3]	Cash Compensation	101,594	339,847
<b>Total Payments Made to Insiders</b>		<b>\$ 16,738,349</b>	<b>\$ 58,578,431</b>

[1] In accordance with the applicable Cash Collateral Order (Docket Nos. 37, 104, 172, and any successor order thereto), payments to Cerberus reflect cash sweeps by Cerberus and revolver payouts. These payments also appear in MOR 3 as assets on the balance sheet.

[2] Represents payments received by "insiders" during the reporting period. The total is shown on a gross basis, subject to any applicable taxes, withholdings or other deductions. The total within the current reporting period includes regular payroll and expense reimbursements.

[3] Persons listed as "insiders" have been included for informational purposes only. The Debtors do not take any position with respect to: (a) such person's influence over the control of the Debtors; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an "insider" under applicable law, including, without limitation, the federal securities laws or with respect to any theories of liability or for any other purpose. Further, the inclusion of a party as an "insider" in not an acknowledgement or concession that such party is an "insider" under applicable bankruptcy law.

Payments Made to Professionals				
Name	Amount Approved	Amount Paid During Period [1]	Total Post-Petition Paid to Date	Total Incurred & Unpaid [2]
<b>Professional Fees &amp; Expenses Escrow Funding [3]</b>				
Professional Fees Escrow Account	N/A	\$ (2,924,193)	\$ (8,339,736)	-
(c/o Katten Muchin Rosenman LLP)				
<b>Professional Fees &amp; Expenses Paid via Escrow [4]</b>				
Klee, Tuchin, Bogdanoff & Stern LLP	150,000	\$ 150,000	\$ 465,000	-
FTI Capital Advisors, LLC	209,509	209,509	\$ 209,509	-
Katten Muchin Rosenman LLP	-	-	\$ 1,152,055	-
<b>Professional Fees &amp; Expenses Paid via Accounts [5]</b>				
Klee, Tuchin, Bogdanoff & Stern LLP	189,051	189,051	189,051	-
FTI Capital Advisors, LLC	75,000	75,000	75,000	-
STRETTO	-	-	134,643	-
<b>Total Payments Made to Professionals [6]</b>	<b>\$ 623,559</b>	<b>\$ (2,300,634)</b>	<b>\$ (6,114,479)</b>	<b>\$ -</b>

[1] Amount paid during period is shown on a cash-basis, reflecting the actual amounts disbursed by the Debtors, net of any applicable retainers or other cash-on-

[2] Total incurred and unpaid is based on fee statements filed or invoices submitted by June 28, 2019 for the period May 1, 2019 through May

31, 2019. The balances do not include accruals, and are presented gross of retainers or other cash-on-account applied by the professionals to the total fees and expenses due. Furthermore, amounts subject to hold-back are included within the balances.

[3] Represents funding of the Professional Fees Escrow Account.

[4] Represents disbursements related to case professional fees or expenses made from the Professional Fees Escrow Account.

[5] Represents disbursements related to case professional fees or expenses made from the Debtors' bank accounts.

[6] As disclosed in the May MOR, in addition to the disbursements made from the Debtors' accounts for professional fees and expenses, pursuant to the Order Authorizing and Approving Private Sale of the Demand-Side Platform and the Data Management Platform Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and Granting Related Relief (Docket No. 143) (the "DSP Sale Order"), FTI Capital Advisors, LLC received \$600,000 as a success fee related to the DSP / DMP sale directly from the purchaser of the DSP/DMP business. In addition to this initial fee, under the DSP Sale Order, FTI is also entitled to additional fees in connection with the amounts Debtors receive on a go-forward basis from the purchaser of the DSP/DMP business on account of accounts receivable collection. These fees are paid by Cerberus with non-Debtor funds. During June, FTI received a fee of \$114,147.69 on account of these accounts receivable collections.

Similarly in connection with the sale of the AdServer business and pursuant to the Order Authorizing and Approving Private Sale of Debtor Seller's Portion of the AdServer Business Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and Granting Related Relief (Docket No. 269) (the "AdServer Sale Order"), FTI Capital Advisors, LLC received \$1,240,732.69 as a success fee related to the AdServer sale directly from the proceeds of the AdServer sale.

Sizmek Inc., *et al.*

Debtors-in-Possession

MOR - 6a

Consolidated Post-petition Status of Secured Notes, Leases Payable and Adequate Protection Payments  
for June 1, 2019 to June 30, 2019

Post-petition Status of Secured Notes, Leases Payable & Adequate Protection Payments		
Type	Amount Paid During Period	Total Paid to Date
Adequate Protection Payments	\$ 27,286,754	\$ 41,035,620
Lease Payments	\$ 486,386	\$ 2,322,952
<b>Total Payments</b>	<b>\$ 27,773,140</b>	<b>\$ 43,358,572</b>

Sizmek Inc., et al.

Debtors-in-Possession

MOR - 7

Debtors' Questionnaire

for June 1, 2019 to June 30, 2019

Must be completed each month. If the answer to any of the questions is "Yes", provide a detailed explanation of each item. Attached additional sheets if necessary.	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period?  • Pursuant to the Order Authorizing and Approving Private Sale of the Demand-Side Platform and the Data Management Platform Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and Granting Related Relief (Docket No. 143), the Bankruptcy Court approved Debtors DSP/DMP business on April 29, 2019, however, the sale transaction closed May 1, 2019.	X	
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period?		X
3. Is the Debtor delinquent in the timely filing of any post-petition tax returns?		X
4. Are workers compensation, general liability or other necessary insurance coverages expired or cancelled, or has the debtor received notice of expiration or cancellation of such policies?		X
5. Is the Debtor delinquent in paying any insurance premium payment?		X
6. Have any payments been made on prepetition liabilities this reporting period?  • As authorized pursuant to various Orders entered by the Court, the Debtors made certain payments on account of prepetition liabilities during the reporting period.	X	
7. Are any post-petition receivables (accounts, notes or loans) due from related parties?  • The Debtors' have post-petition balances due from both filing Debtor entities, in addition to certain non-filing related parties, including foreign affiliates of the Debtor entities.	X	
8. Are any post-petition payroll taxes past due?		X
9. Are any post-petition State or Federal income taxes past due?  • As of June 30, 2019, Debtors owed \$6,300 in state taxes. Debtors have the funds to pay this amount and intend to make the payment in short term.	X	
10. Are any post-petition real estate taxes past due?		X
11. Are any other post-petition taxes past due?  • As of June 30, 2019, Debtors owed \$384 in excise taxes. Debtors have the funds to pay this amount and intend to make the payment in short term.	X	
12. Have any prepetition taxes been paid during this reporting period?  • As authorized pursuant to the Order Authorizing the Payment of Certain Prepetition Taxes and Fees entered by the Court (Docket No. 98), the Debtors' made certain payments on account of prepetition tax liabilities during the reporting period.	X	
13. Are any amounts owed to post-petition creditors delinquent?  • These delinquent payments are related to obligations which Debtors are investigating to determine whether they are valid obligations that should be paid by Debtors, as opposed to third parties, such as purchasers of Debtors' assets. Thus, Debtors make this disclosure, not to acknowledge valid delinquent debts, but in the interest of full disclosure. Debtors have been (and continue) negotiating with the creditors and related third-parties regarding these payments. Debtors have the funds available to make these payments and, to the extent Debtors determine they are valid obligations owed by Debtors, Debtors will pay them.	X	
14. Are any wage payments past due?		X
15. Have any post-petition loans been received by the Debtor from any party?		X
16. Is the Debtor delinquent in paying any U.S. Trustee fees?		X
17. Is the Debtor delinquent with any court ordered payments to attorneys or other professionals?		X
18. Have the owners or shareholders received any compensation outside of the normal course of business?		X